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NO10000000635

January 23, 2001

Secretary of State
Corporation Division
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

700003582937--6
-01/26/01--01161--015
*****78.75 *****78.75

Re: Fort Lauderdale Maritime Museum, Inc.

To Whom It May Concern:

Enclosed herewith are the Articles of Incorporation together with a copy of said articles for Fort Lauderdale Maritime Museum, Inc.

Our check in the amount of \$ 78.75 includes the following:

Filing Fee
Charter Tax
Registered Agent
Certified Copy

Respectfully Submitted

Hampton C. Peterson

FILED
01 JAN 26 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g/1/29

CERTIFICATE OF INCORPORATION

-OF-

**FORT LAUDERDALE MARITIME MUSEUM, INC.
(A Non-profit Corporation)**

FILED
01 JAN 26 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, hereby Associate ourselves together for the purpose of becoming a non-profit corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

Name

The name of this Corporation shall be:

FORT LAUDERDALE MARITIME MUSEUM, INC.

ARTICLE II

Address

The principal place of business and mailing address of this corporation shall be:

*1120 South Federal Highway
Suite 4
Fort Lauderdale, Florida 33316*

ARTICLE III

Purpose

The purpose for which the corporation is organized is to record, preserve and exhibit the marine heritage of the "Yachting Capital of America" both as it represents both pleasure and commercial maritime history, to provide educational facilities for children and adults in marine related fields, and to compliment existing programs offered by other museums in the South Florida area and to compliment and facilitate Fort Lauderdale's Riverwalk program.

ARTICLE IV, Manner of Election

Directors of Fort Lauderdale Maritime Museum, Inc. shall be elected by a two-thirds (2/3) majority of the then existing board of directors.

ARTICLE V
Initial Directors/Officers

Robert O. Cox 1900 Southeast 15th Street, Fort Lauderdale, Florida 33316
George Crikelair, 2500 Southeast 21st Street, Fort Lauderdale, Florida 33316
George Counts, 2449 Nassau Lane, Fort Lauderdale, Florida 33312

ARTICLE VI
Initial Registered Agent and Street Address

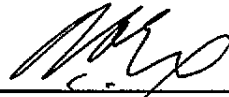
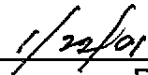
The Name and Florida street address of the registered agent is:

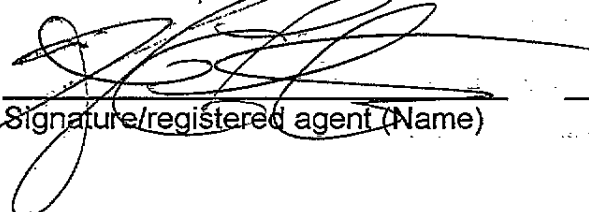
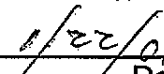
Hampton C. Peterson, Esquire
1120 South Federal Highway
Suite 4
Fort Lauderdale, Florida 33316

ARTICLE VII
Incorporator

Robert O. Cox
1900 Southeast 15th Street
Fort Lauderdale, Florida 33316

The names and street addresses of the persons signing these Articles of Incorporation as subscribed as follows:

 _____ Signature of Incorporator (Name)	 _____ Date
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 _____ Signature/registered agent (Name)	 _____ Date
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH CHAPTER 617FS (Not for Profit), THE FOLLOWING SUBMITTED.

FIRST THAT FORT LAUDERDALE MARITIME MUSEUM INC.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 1120 S. FEDERAL HWY STE 4. FT LAUDERDALE, FL
(Address and City)

HAS NAMED HAMPTON C. PETERSON
(Name of Registered Agent)

LOCATED AT 1120 S. FEDERAL HWY STE 4 FT LAUDERDALE, FL 33316

CITY OF FORT LAUDERDALE STATE OF FLORIDA AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]

TITLE PRESIDENT

DATE 1/22/01

FILED
01 JAN 26 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of §607.325 of the Florida Statutes.

SIGNATURE [Signature]
(Registered Agent)

DATE 1/22/01